



## **BILL OF SALE AND PARTIAL RELEASE**

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee under GATC Trust 93-1B, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 93-1B) dated as of July 21, 1993 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 28716 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

First National Bank of Chicago, as Indenture Trustee (the "Indenture Trustee") under a Security Agreement (GATC Trust 93-1B dated as of July 21, 1993) between the Lessor and the Indenture Trustee hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: 8/6, 1998

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

First National Bank of Chicago,  
as Indenture Trustee

By: M. J. Trice  
Title: Asst. Vice President

I hereby certify that a copy of this document was deposited in the Office of the Registrar General of Canada on the 21st day of October, A.D. 1998 at 2:56 p.m.

Kernelle  
Deputy Registrar General of Canada

State of Delaware )  
 ) SS  
County of **NEW CASTLE** )

On this 23<sup>rd</sup> day of September, 1998, before me personally appeared **CHARLOTTE PAGLIA**, to me personally known, who being by me duly sworn, say that he/she is ~~Financial Services Officer~~ of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public 

[Notarial Seal]

**SANDRA ANN MACKEY**  
**NOTARY PUBLIC**

My commission expires: **My Commission Expires February 18, 2000**

State of Illinois )  
 ) SS  
County of Cook )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1998, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of First National Bank of Chicago, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Delaware )  
 ) SS  
County of )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1998, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Illinois )  
 ) SS  
County of Cook )

On this 6<sup>th</sup> day of August, 1998, before me personally appeared Mark J. Frye, to me personally known, who being by me duly sworn, say that he is Asst. Vice President of First National Bank of Chicago, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public Anthony Marsh

[Notarial Seal]

My commission expires:

